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collective action and class action members*

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

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**BRANDON SALUS, and ALAN FELIX
IPANAQUE CORDOVA, on behalf of
themselves and others similarly situated,**

INDEX NO: 07cv03142-GBD-DCF

Plaintiffs,

**FLSA COLLECTIVE ACTION AND
RULE 23 CLASS ACTION**

v.

**TSE GROUP LLC d/b/a B.B. KING BLUES
CLUB AND GRILL and TSION BENSUSAN**

Defendants.

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DECLARATION OF MAIMON KIRSCHENBAUM

I, Maimon Kirschenbaum, under penalty of perjury, affirm as follows:

1. My name is Maimon Kirschenbaum, and I am a member of Joseph & Herzfeld LLP, Plaintiffs' counsel in the above-captioned matter.
2. Prior to reaching a resolution of this matter in September of 2007, we attended a full-day mediation, which was unsuccessful.
3. After the mediation, we remained determine to litigate this matter, unless we could achieve a resolution which was favorable to the putative class members.

4. Prior to reaching settlement, Class Counsel undertook thorough discovery, including evaluation of payroll reports, personnel files and other relevant data.

5. We also interviewed over 10 former employees concerning the extent of Defendants violations as alleged by Plaintiffs in order to estimate the magnitude of potential damages.

6. After several weeks of hard-fought negotiations, we finally achieved the proposed Settlement, the terms of which we believe are highly favorable to the class. A copy of the Settlement Agreement is attached hereto as Exhibit A.

7. Finally, we evaluated Defendants' defenses to the substantive claims and Defendants' assertions regarding Plaintiffs' ability to proceed as a Rule 23 Class or an FLSA 216(b) collective class and the risks of continued litigation.

8. Plaintiffs' counsel has substantial experience litigating employment cases in general and class action wage and hour cases in particular.

9. Over 80% of my current docket involves class action lawsuits against New York City restaurants for wage and hour violations. The remaining portion of my docket involves individual employment cases.

10. My firm is currently lead counsel on over 20 wage and hour class/collective actions.

11. Similarly Eric Kingsley, of Kinsley & Kingsley, P.C. in Los Angeles, has been named class counsel in countless wage and hour class actions, including several cases brought on behalf of food-service workers and was involved in negotiating the settlement of this case and reviewing its terms.

12. Notices of the Settlement were mailed out in accordance with the Court's January 23, 2008 Order. The period to opt-out or object to the Settlement of this lawsuit expired, for most Class Members, before March 31, 2008.

13. Not a single Class Member has objected or opted-out to the Settlement.

14. Plaintiffs' attorneys' fees, calculated using the lodestar method, were approximately \$71,000, through March 31, 2008.

15. The named representatives and other individuals receiving incentive awards worked with Class Counsel throughout the case, committing time and providing indispensable information.

16. Their substantial contributions include attending and preparing for mediation, contacting numerous witnesses, providing important documentary evidence regarding liability and damages, and helping counsel test the validity of Defendants' defenses.

17. I confer regularly with the named Plaintiffs and other members of the class about developments and settlement negotiations.

I affirm, under penalty of perjury, that the above and foregoing information is true and correct.

Dated: March 31, 2008

/s/ D. Maimon Kirschenbaum
Maimon Kirschenbaum